

Fill in this information to identify the case:

United States Bankruptcy Court for the:

DISTRICT OF ARIZONA

Case number (if known) Chapter 11

Check if this an amended filing

Official Form 205

Involuntary Petition Against a Non-Individual

12/15

Use this form to begin a bankruptcy case against a non-individual you allege to be a debtor subject to an involuntary case. If you want to begin a case against a non-individual, use the *Involuntary Petition Against an Individual* (Official Form 105). Be as complete and accurate as possible. If more space is needed, attach any additional sheets to this form. On the top of any additional pages, write debtor's name and case number (if known).

Part 1: Identify the Chapter of the Bankruptcy Code Under Which Petition Is Filed

1. Chapter of the Bankruptcy Code *Check one:*

Chapter 7
 Chapter 11

Part 2: Identify the Debtor

2. Debtor's name Ara Macao Holdings, L.P.

3. Other names you know the debtor has used in the last 8 years

Include any assumed names, trade names, or doing business as names.

4. Debtor's federal Employer Identification Number (EIN) Unknown

EIN 20-210427

5. Debtor's address Principal place of business

Attn: Paul Goguen, Member of ioVest Development LLC, managing member of Ara Macao Management LLC, general partner of Ara Macao Holdings, L.P.
191 Lynx Drive

Number Street

Sedona AZ 86336
City State Zip Code

Coconino
County

Mailing address, if different

c/o Ara Macao Management Company LLC,
General Partner
c/o Alexander M. Leonowicz, Registered Agent
450 W. Fourth Street

Number Street

P.O. Box
Royal Oak MI 48067
City State Zip Code

Location of principal assets, if different from principal place of business
Placencia Peninsula, Belize, Central America
Number Street

City State Zip Code

6. Debtor's website (URL)

7. Type of debtor Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)

Debtor

Ara Macao Holdings, L.P.

Case number (if known)

 Other type of debtor. Specify: _____

8. Type of debtor's business

Check one:

Health Care Business (as defined in 11 U.S.C. § 101(27A))
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
 Railroad (as defined in 11 U.S.C. § 101(44))
 Stockbroker (as defined in 11 U.S.C. § 101(53A))
 Commodity Broker (as defined in 11 U.S.C. § 101(6))
 Clearing Bank (as defined in 11 U.S.C. § 781(3))
 None of the types of business listed.
 Unknown type of business.

9. To the best of your knowledge, are any bankruptcy cases pending by or against any partner or affiliate of this debtor?

 No Yes. Debtor _____

Relationship _____

District _____

Date filed _____

MM / DD / YYYY

Case number, if known _____

Debtor District _____

Date filed _____

MM / DD / YYYY

Relationship _____

Case number, if known _____

Part 3: Report About the Case

10. Venue

Check one:

Over the last 180 days before the filing of this bankruptcy, the debtor had a domicile, principal place of business, or principal assets in this district longer than in any other district.
 A bankruptcy case concerning debtor's affiliates, general partner, or partnership is pending in this district.

11. Allegations

Each petitioner is eligible to file this petition under 11 U.S.C. § 303(b).

The debtor may be the subject of an involuntary case under 11 U.S.C. § 303(a).

At least one box must be checked:

The debtor is generally not paying its debts as they become due, unless they are in the subject of a bona fide dispute as to liability or amount.
 Within 120 days before the filing of this petition, a custodian, other than a trustee, receiver, or agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.

12. Has there been a transfer of any claim against the debtor by or to any petitioner?

 No Yes. Attach all documents that evidence the transfer and any statements required under Bankruptcy Rule 1003(a).

13. Each petitioner's claim

Name of petitioner	Nature of petitioner's claim	Amount of the claim above the value of any lien
KB Partners I, L.P.	Judgment	\$ 134,276.15
Christopher de Sibert	Judgment	\$ 197,656.11
Gary Nitsche	Judgment (confirmed arbitration award)	\$ 531,926.08
Daniel Dorgan	Promissory Note	\$ 230,382.00
Richard Umbach	Promissory Note	\$ 75,000.00
Edgewater Resources LLC	Unpaid Services	\$ 321,605.49
Total of petitioners' claims		\$ 1,490,845.83

If more space is needed to list petitioners, attach additional sheets. Write the alleged debtor's name and the case number, if known, at top of each sheet. Following the format of this form, set out the information required in Parts 3 and 4 of the form for each statement under penalty of perjury set out in Part 4 of the form, followed by each additional petitioner's (or representative's) signature, along with the signature of the petitioner's attorney.

Part 4 Request for Relief

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Petitioners request that an order for relief be entered against the debtor under the chapter of 11 U.S.C. specified in this petition. If a petitioning creditor is a corporation, attach the corporate ownership statement required by Bankruptcy Rule 1010(b). If any petitioner is a foreign representative appointed in a foreign proceeding, attach a certified copy of the order of the court granting recognition.

I have examined the information in this document and have a reasonable belief that the information is true and correct.

Petitioners or Petitioners' Representative

Attorneys

KB Partners I, L.P.

Name and mailing address of petitioner

Name

930 W. Carmel Valley Road

Number	Street	
Carmel Valley	CA	93924
City	State	Zip Code

Name and mailing address of petitioner's representative, if any

Geoffrey de Sibert

Name

930 W. Carmel Valley Road

Number	Street	
Carmel Valley	CA	93924
City	State	Zip Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

04/02/18

MM / DD / YYYY

/s Geoffrey de Sibert

Signature of petitioner or representative, including representative's title

Patrick A. Clisham

Printed name

Engelman Berger, P.C.

Firm name, if any

3636 N. Central Ave., Suite 700

Number Street

Phoenix	AZ	85012
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City	State	Zip Code
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Contact phone	602.271.9090	Email pac@eblawyers.com
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Bar number	SBA #023154
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State	Arizona
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/s/ Patrick A. Clisham, SBA#023154

Signature of attorney

Date signed **04/02/18**

MM / DD / YYYY

Debtor

Ara Macao Holdings, L.P.

Case number (if known)

Petitioners or Petitioners' Representative

Christopher de Sibert

Name and mailing address of petitioner

Name

16 Grantbridge Street

Number	Street		
London,	United Kingdom	N1 8JN	
City	State	Zip Code	

Name and mailing address of petitioner's representative, if any

Name

Number Street

City State Zip Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **04/02/18**
MM / DD / YYYY

/s Christopher de Sibert

Signature of petitioner or representative, including representative's title

Attorneys

Patrick A. Clisham

Printed name

Engelman Berger, P.C.

Firm name, if any

3636 N. Central Ave., Suite 700

Number Street

Phoenix	AZ	85012
----------------	-----------	--------------

City State Zip Code

Contact phone **602.271.9090** Email **pac@eblawyers.com**

Bar number **SBA #023154**

State **Arizona**

/s/ Patrick A. Clisham, SBA#023154

Signature of attorney

Date signed **04/02/18**

MM / DD / YYYY

Petitioners or Petitioners' Representative

Gary Nitsche

Name and mailing address of petitioner

Name

115 Centrenest Lane

Number	Street	
Wilmington,	DE	19807
City	State	Zip Code

Name and mailing address of petitioner's representative, if any

Name

Number Street

City State Zip Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **04/02/18**
MM / DD / YYYY**/s Gary Nitsche**

Signature of petitioner or representative, including representative's title

Attorneys

Patrick A. Clisham

Printed name

Engelman Berger, P.C.Firm name, if any
3636 N. Central Ave., Suite 700

Number	Street	
Phoenix	AZ	85012
City	State	Zip Code
Contact phone 602.271.9090		Email pac@eblawyers.com
Bar number SBA #023154		
State Arizona		

/s/ **Patrick A. Clisham, SBA#023154**

Signature of attorney

Date signed **04/02/18**

MM / DD / YYYY

Petitioners or Petitioners' Representative

Daniel Dorgan

Name and mailing address of petitioner

Name

839 Thomas Street

Number Street

Plainwell**MI****49080**

City State Zip Code

Name and mailing address of petitioner's representative, if any

Name

Number Street

City State Zip Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

04/02/18

MM / DD / YYYY

/s Daniel Dorgan

Signature of petitioner or representative, including representative's title

Attorneys

Patrick A. Clisham

Printed name

Engelman Berger, P.C.

Firm name, if any

3636 N. Central Ave., Suite 700

Number Street

Phoenix**AZ****85012**

City

State

Zip Code

Contact phone **602.271.9090**Email **pac@eblawyers.com**Bar number **SBA #023154**State **Arizona****/s/ Patrick A. Clisham, SBA#023154**

Signature of attorney

Date signed **04/02/18**

MM / DD / YYYY

Petitioners or Petitioners' Representative

Richard Umbach

Name and mailing address of petitioner

Name

104 Baker Ct.

Number Street

Naperville

City

State

Zip Code

Name and mailing address of petitioner's representative, if any

Name

Number Street

City

State

Zip Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

04/02/18

MM / DD / YYYY

/s **Richard Umbach**

Signature of petitioner or representative, including representative's title

Attorneys

Patrick A. Clisham

Printed name

Engelman Berger, P.C.

Firm name, if any

3636 N. Central Ave., Suite 700

Number Street

Phoenix

AZ

85012

City

State

Zip Code

Contact phone **602.271.9090**

Email

pac@eblawyers.comBar number **SBA #023154**

State

Arizona*/s/* **Patrick A. Clisham, SBA#023154**

Signature of attorney

Date signed **04/02/18**

MM / DD / YYYY

Petitioners or Petitioners' Representative

Edgewater Resources, LLC

Name and mailing address of petitioner

Name

518 Broad Street, Suite 200Number Street
Saint Joseph MI **49085**
City State Zip Code

Name and mailing address of petitioner's representative, if any

Name

Number Street

City State Zip Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **04/02/18**
MM / DD / YYYY**/s Jason Keller**

Signature of petitioner or representative, including representative's title

Attorneys

Patrick A. Clisham

Printed name

Engelman Berger, P.C.Firm name, if any
3636 N. Central Ave., Suite 700Number Street
Phoenix AZ **85012**
City State Zip Code
Contact phone **602.271.9090** Email **pac@eblawyers.com**
Bar number **SBA #023154**
State **Arizona****/s/ Patrick A. Clisham, SBA#023154**

Signature of attorney

Date signed **04/02/18**

MM / DD / YYYY